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- and -

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Counsel to the Debtors and
Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

----- x
In re: : Chapter 11
:
CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH)
et al., :
:
Debtors. : Jointly Administered
----- x

**ORDER SUSTAINING DEBTORS' FORTIETH OMNIBUS OBJECTION TO
CLAIMS (DISALLOWANCE OF CERTAIN CLAIMS ASSERTED AGAINST A
DOMESTIC COMPANY FOR WHICH THE DEBTORS SHOW NO LIABILITY)**

THIS MATTER having come before the Court on the
Debtors' Fortieth Omnibus Objection to Claims (Disallowance
of Certain Claims Asserted Against a Domestic Company for
which the Debtors Show No Liability) (the "Objection"),
which requested, among other things, that the claims

specifically identified on Exhibit C attached to the Objection be disallowed for those reasons set forth in the Objection; and it appearing that due and proper notice and service of the Objection as set forth therein was good and sufficient and that no other further notice or service of the Objection need be given; and it further appearing that one response was filed by City Electronics Ltd., which consented to the relief sought in the Objection; and it appearing that the relief requested on the Objection is in the best interest of the Debtors, their estates and creditors and other parties-in-interest; and after due deliberation thereon good and sufficient cause exists for the granting of the relief as set forth herein,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

1. The Objection is GRANTED.
2. The Claims identified on Exhibit A as attached hereto and incorporated herein, are forever disallowed in their entirety for all purposes in these bankruptcy cases.
3. The Debtors shall serve a copy of this Order on the claimants included on Exhibit A to this Order on or before five (5) business days from the entry of this Order.

Dated: Richmond, Virginia
_____, 2009

HONORABLE KEVIN R. HUENNEKENS
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

Gregg M. Galardi, Esq.
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/s/ Douglas M. Foley

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(804) 775-1000

Counsel to the Debtors
and Debtors in Possession

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Douglas M. Foley
Douglas M. Foley

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EXHIBIT A

| CREDITOR'S NAME AND ADDRESS | CLAIM NUMBER | ASSERTED CLAIM AMOUNT * | DATE FILED | DOCKETED DEBTOR |
|--|--------------|---|------------|------------------------------|
| AMERICAN POWER CONVERSION CORP 5081 COLLECTIONS CTR DR CHICAGO, IL 60693 | 11247 | Secured: Priority: Administrative 503(b)(9): Unsecured: _____ Total: _____ UNL | 02/02/2009 | INTERTAN, INC. (08-35655) |
| CITY ELECTRONICS LTD UNIT A 6F WIDER INDUSTRIAL 58 TSUN YIP STREET KWUN TONG KOWLOON, HONG KONG | 404 | Secured: Priority: Administrative 503(b)(9): 12,150.00 Unsecured: Total: _____ \$12,150.00 | 12/02/2008 | INTERTAN, INC. (08-35655) |
| COBALT INDUSTRIAL CO LTD FLAT M 7 F YUE CHEUNG CTR 13 WONG CHUK YEUNG ST FO TAN SHATIN, UNKNOWN | 897 | Secured: Priority: Administrative 503(b)(9): 3,876.00 Unsecured: Total: _____ \$3,876.00 | 12/10/2008 | INTERTAN, INC. (08-35655) |
| CON WAY FREIGHT INC C O RMS BANKRUPTCY RECOVERY SERVICES PO BOX 5126 TIMONIUM, MD 21094 | 2647 | Secured: Priority: 3,206.83 Administrative 503(b)(9): Unsecured: Total: _____ \$3,206.83 | 12/31/2008 | INTERTAN, INC. (08-35655) |
| DAVAL TECHNOLOGIES LLC 9 VISTA CT PLEASANTVILLE, NY 10570 | 428 | Secured: Priority: Administrative 503(b)(9): Unsecured: 6,627.00 Total: _____ \$6,627.00 | 12/01/2008 | INTERTAN, INC. (08-35655) |
| ESI WORLDWIDE 7801 HAYVENHURST AVE VAN NUYS, CA 91406 | 359 | Secured: Priority: Administrative 503(b)(9): UNL Unsecured: Total: _____ UNL | 11/24/2008 | INTERTAN, INC. (08-35655) |

* "UNL" denotes an unliquidated claim.

EXHIBIT A

| CREDITOR'S NAME AND ADDRESS | CLAIM NUMBER | ASSERTED CLAIM AMOUNT * | DATE FILED | DOCKETED DEBTOR |
|--|--------------|---|------------|------------------------------|
| FRIESEN, NEIL 3512 49A STREET NW EDMONTON ALBERTA, T6L3V9 CANADA | 3597 | Secured: Priority: Administrative 503(b)(9): Unsecured: <u>22,272.59</u> Total: <u>\$22,272.59</u> | 01/14/2009 | INTERTAN, INC. (08-35655) |
| GREAT WALL OPTICAL PLASTIC WORKS LTD 5/F TAI TUNG IND BLDG 29 33 SING YI ROAD TSING YI ISLAND NT, UNKNOWN | 987 | Secured: Priority: Administrative 503(b)(9): <u>2,738.88</u> Unsecured: Total: <u>\$2,738.88</u> | 12/16/2008 | INTERTAN, INC. (08-35655) |
| GXS INC ATTN FINANCE DEPT 100 EDISON PARK DR GAIITHERSBURG, MD 20878 | 10115 | Secured: Priority: Administrative 503(b)(9): Unsecured: <u>23,275.00</u> Total: <u>\$23,275.00</u> | 01/31/2009 | INTERTAN, INC. (08-35655) |
| INNER WORKINGS INC ATTN JOSEPH BUSKY 600 W CHICAGO AVE CHICAGO, IL 60654 | 939 | Secured: Priority: Administrative 503(b)(9): <u>195,732.35</u> Unsecured: Total: <u>\$195,732.35</u> | 12/17/2008 | INTERTAN, INC. (08-35655) |
| INTERACTIVE TOY CONCEPTS INC 1192 MARTIN GROVE RD TORONTO, ON M9W 5M9 CANADA | 5091 | Secured: Priority: Administrative 503(b)(9): Unsecured: <u>69,874.64</u> Total: <u>\$69,874.64</u> | 01/21/2009 | INTERTAN, INC. (08-35655) |
| INTERACTIVE TOY CONCEPTS INC 1192 MARTIN GROVE RD TORONTO, ON M9W 5M9 CANADA | 5085 | Secured: Priority: Administrative 503(b)(9): <u>69,874.64</u> Unsecured: Total: <u>\$69,874.64</u> | 01/21/2009 | INTERTAN, INC. (08-35655) |

* "UNL" denotes an unliquidated claim.

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| CREDITOR'S NAME AND ADDRESS | CLAIM NUMBER | ASSERTED CLAIM AMOUNT * | DATE FILED | DOCKETED DEBTOR |
|---|--------------|---|------------|---|
| LEXAR MEDIA INC CORYN OAKLAND 3475 E COMMERCIAL CT MERIDIAN, ID 83642 | 7134 | Secured: Priority: Administrative 503(b)(9): Unsecured: 118,647.04 Total: \$118,647.04 | 01/28/2009 | INTERTAN, INC. (08-35655) |
| MERKURY INNOVATIONS LLC 180 MAIDEN LN 28TH FL NEW YORK, NY 10038 | 1223 | Secured: Priority: Administrative 503(b)(9): 144,466.00 Unsecured: Total: \$144,466.00 | 12/18/2008 | CIRCUIT CITY STORES, INC. (08-35653) |
| MONSTER CABLE INTERNATIONAL LIMITED BALLYMALEY BUSINESS PARK GORT RD ENNIS CO CLARE, IRELAND | 961 | Secured: Priority: Administrative 503(b)(9): 29,191.70 Unsecured: Total: \$29,191.70 | 12/19/2008 | INTERTAN, INC. (08-35655) |
| MONSTER TECHNOLOGY INTERNATIONAL LIMITED BALLYMALEY BUSINESS PARK GORT RD ENNIS CO CLARE, IRELAND | 960 | Secured: Priority: Administrative 503(b)(9): 414.39 Unsecured: Total: \$414.39 | 12/19/2008 | INTERTAN, INC. (08-35655) |
| NCR CORPORATION 1700 S PATTERSON BLVD DAYTON, OH 45479 | 2298 | Secured: Priority: UNL Administrative 503(b)(9): Unsecured: Total: UNL | 12/22/2008 | CIRCUIT CITY STORES, INC. (08-35653) |
| NORTH AMERICA BATTERY COMPANY C O AMPERGEN 10 STATE ST WOBURN, MA 01801 | 3740 | Secured: Priority: Administrative 503(b)(9): Unsecured: 144,870.44 Total: \$144,870.44 | 01/14/2009 | INTERTAN, INC. (08-35655) |

* "UNL" denotes an unliquidated claim.

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| CREDITOR'S NAME AND ADDRESS | CLAIM NUMBER | ASSERTED CLAIM AMOUNT * | DATE FILED | DOCKETED DEBTOR |
|---|--------------|---|------------|------------------------------|
| NORTH AMERICAN BATTERY COMPANY 2155 PASEO DE LAS AMERICAS NO 31 SAN DIEGO, CA 92154 | 938 | Secured: Priority: Administrative 503(b)(9): 115,589.47 Unsecured: Total: \$115,589.47 | 12/16/2008 | INTERTAN, INC. (08-35655) |
| OPTOMA 715 SYCAMORE DR MILPITAS, CA 95035 | 7602 | Secured: Priority: Administrative 1,861.87 503(b)(9): Unsecured: Total: \$1,861.87 | 01/28/2009 | INTERTAN, INC. (08-35655) |
| PHOTOCO INC KEITH TEICHER 30305 SOLON RD SOLON, OH 44139 | 1015 | Secured: Priority: Administrative 503(b)(9): 75,751.20 Unsecured: Total: \$75,751.20 | 12/19/2008 | INTERTAN, INC. (08-35655) |
| RADIO SHACK PO BOX 848551 DALLAS, TX 75284 | 1438 | Secured: Priority: Administrative 503(b)(9): 56,898.11 Unsecured: Total: \$56,898.11 | 12/17/2008 | INTERTAN, INC. (08-35655) |
| SCOSCHE INDUSTRIES INC 1550 PACIFIC AVENUE OXNARD, CA 93033 | 1323 | Secured: Priority: Administrative 503(b)(9): 16,589.73 Unsecured: Total: \$16,589.73 | 12/16/2008 | INTERTAN, INC. (08-35655) |
| SHOPPER TRAK RCT CORP 200 W MONROE 11TH FL CHICAGO, IL 60606 | 2172 | Secured: Priority: Administrative 503(b)(9): Unsecured: 15,962.05 Total: \$15,962.05 | 01/02/2009 | INTERTAN, INC. (08-35655) |

* "UNL" denotes an unliquidated claim.

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| CREDITOR'S NAME AND ADDRESS | CLAIM NUMBER | ASSERTED CLAIM AMOUNT * | DATE FILED | DOCKETED DEBTOR |
|--|--------------|--|------------|------------------------------|
| SOUTHERN IMPERIAL INC 1400 EDDY AVE ROCKFORD, IL 61103 | 640 | Secured: Priority: Administrative 503(b)(9): 4,798.00 Unsecured: Total: <u>\$4,798.00</u> | 12/08/2008 | INTERTAN, INC. (08-35655) |
| SYNTAX BRILLIAN CORPORATION C O VICTORIA W COUNIHAN ESQ GREENBERG TRAURIG LLP THE NEMOURS BLDG 1007 N ORANGE ST STE 1200 WILMINGTON, DE 19801 | 3356 | Secured: Priority: Administrative 503(b)(9): Unsecured: 695,975.30 Total: <u>\$695,975.30</u> | 01/12/2009 | INTERTAN, INC. (08-35655) |
| TESSCO ATTN SANDRA ENCISO PO BOX 8500 54588 PHILADELPHIA, PA 19178-4588 | 916 | Secured: Priority: Administrative 503(b)(9): 11,724.32 Unsecured: Total: <u>\$11,724.32</u> | 12/19/2008 | INTERTAN, INC. (08-35655) |

Total: 27 \$1,842,367.55

* "UNL" denotes an unliquidated claim.